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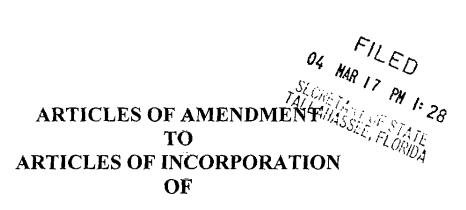
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Other

Examiner's Initials

CR2E031(9/92)



A.S.C. GROUP, INC.

Pursuant to the provisions of section 607.1006, Florida Statues, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE IV - DIRECTORS

Name(s) and Street Address(es) of Directors should read as follows:

PRESIDENT AMAR SALMAN
TREASURER 5329 SW 38 AVE - 90 %
SECRETARY HOLLYWOOD, FL 33312

VICE-PRESIDENT ANALIA SCHMIDT
5329 SW 38 AVE
HOLLYWOOD, FL 33312

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, areas follows.

THIRD: The date of each amendment's adoption: March 16, 2004.

FOURTH: Adoption of Amendment(s) (check one)

X __The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups.

> The following statement must be separately for each voting group entitled to vote separately on each amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by ______ (voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and the shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this ____16 __day of

Signature

(By the Chairman or Vice Chairman of the directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the director)

OR

(By an incorporator if adopted by the incorporator)

ANALIA SCHMIDT Typed or Printed Name

VICE-PRESIDENT

Title